

**DECLARATION OF THE VOTING RESULTS of 22<sup>nd</sup> ANNUAL GENERAL MEETING**

The shareholders of the Company have approved with requisite majority, the following Ordinary & Special resolutions:

1. Approval of the financial statements of the Company for the 18 months period ended 31<sup>st</sup> March, 2015, including the audited Balance Sheet as at 31<sup>st</sup> March, 2015, the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors and the Auditors thereon.
2. Appointment of Director Shri S Krishnan (DIN : 00583985).
3. Appointment of auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the 24th Annual General Meeting of the Company and authorize the Board to fix their remuneration.
4. Appointment of Shri K N Venkatasubramanian as an Independent Director.
5. Appointment of Shri R Kannan as an Independent Director.
6. Appointment of Shri Nagaraj Garla as a Nominee Director of IDBI Bank Ltd.
7. Appointment of Smt Soundara Kumar as a Nominee Director of State Bank of India, Monitoring Institution of CDR package.
8. Approval of the revised terms and remuneration of the Managing Director - Special Resolution.
9. Ratification of the Remuneration of the Cost Auditor.
10. Changing the name of the Company to "Orchid Pharma Limited" - Special Resolution.

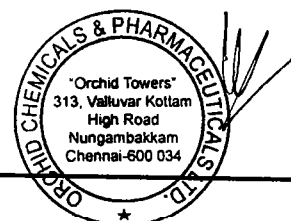
The Results of the remote e-voting and votes cast through polling paper dated September 16, 2015 submitted by Shri S. Dhanapal Sr.Partner, Practising Company Secretary, the Scrutinizer is set out below:-

**Resolution No. 1 - Adoption of the Audited Balance Sheet as at 31st March, 2015 and the Profit & Loss Statement, Cash Flow Statement for the year ended 31st March, 2015 together with the Reports of the Directors and Auditors thereon**

	No. of Shares	No. of Members
Total Votes Cast	44602711	131
Less: Invalid votes	785	3
Net Valid votes cast	44601926	128
Votes cast in favour	34599876	109
Votes Cast against	10002050	19

**% of total valid votes cast in favour of the resolution: 77.57**

**% of total valid votes cast against the resolution: 22.43**





**Resolution No. 2 – Reappointment of Mr. S.Krishnan (DIN 00583985) as Director**

	No. of Shares	No. of Members
Total Votes Cast	44600911	132
Less: Invalid votes	479	2
Net Valid votes cast	44600432	130
Votes cast in favour	34595782	107
Votes Cast against	10004650	23

**% of total valid votes cast in favour of the resolution: 77.57**

**% of total valid votes cast against the resolution: 22.43**

**Resolution No. 3 – Appointment of M/s. SNB Associates, Chartered Accountants, Chennai, as the Statutory Auditors of the Company**

	No. of Shares	No. of Members
Total Votes Cast	44602861	132
Less: Invalid votes	479	2
Net Valid votes cast	44602382	130
Votes cast in favour	34601027	111
Votes Cast against	10001355	19

**% of total valid votes cast in favour of the resolution: 77.57**

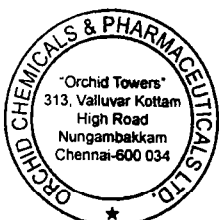
**% of total valid votes cast against the resolution: 22.43**

**Resolution No. 4 – Appointment of Shri. K.N. Venkatasubramanian (DIN 00007392) as Independent Director**

	No. of Shares	No. of Members
Total Votes Cast	44602811	132
Less: Invalid votes	479	2
Net Valid votes cast	44602332	130
Votes cast in favour	34599217	109
Votes Cast against	10003115	21

**% of total valid votes cast in favour of the resolution: 77.57**

**% of total valid votes cast against the resolution: 22.43**





**Resolution No. 5 - Appointment of Shri R Kannan (DIN 00227980) as Independent Director**

	No. of Shares	No. of Members
Total Votes Cast	44602761	131
Less: Invalid votes	479	2
Net Valid votes cast	44602382	129
Votes cast in favour	34591067	106
Votes Cast against	10011215	23

**% of total valid votes cast in favour of the resolution: 77.55**

**% of total valid votes cast against the resolution: 22.45**

**Resolution No. 6 - Appointment of Shri Nagaraj Garla (DIN 06983880) as Nominee Director of the Company**

	No. of Shares	No. of Members
Total Votes Cast	44601561	130
Less: Invalid votes	479	2
Net Valid votes cast	44601082	128
Votes cast in favour	44589426	119
Votes Cast against	11656	9

**% of total valid votes cast in favour of the resolution: 99.97**

**% of total valid votes cast against the resolution: 0.03**

**Resolution No. 7 - Appointment of Smt. Soundara Kumar (DIN 01974515) as a Nominee Director of the Company**

	No. of Shares	No. of Members
Total Votes Cast	44602760	131
Less: Invalid votes	479	2
Net Valid votes cast	44602281	129
Votes cast in favour	44590021	119
Votes Cast against	12260	10

**% of total valid votes cast in favour of the resolution: 99.97**

**% of total valid votes cast against the resolution: 0.03**





**Resolution No. 8 – Approval sought for revised terms and Remuneration of Managing Director – Special Resolution.**

	No. of Shares	No. of Members
Total Votes Cast	44602511	129
Less: Invalid votes	479	2
Net Valid votes cast	44602032	127
Votes cast in favour	34583517	98
Votes Cast against	10018515	29

**% of total valid votes cast in favour of the resolution: 77.53**

**% of total valid votes cast against the resolution: 22.47**

**Resolution No. 9 – Ratification of remuneration of Cost Auditors**

	No. of Shares	No. of Members
Total Votes Cast	44602761	131
Less: Invalid votes	584	3
Net Valid votes cast	44602177	128
Votes cast in favour	34600077	108
Votes Cast against	10002100	20

**% of total valid votes cast in favour of the resolution: 77.57**

**% of total valid votes cast against the resolution: 22.43**

**Resolution No. 10 – To change the name of the company to “Orchid Pharma Limited” - Special Resolution.**

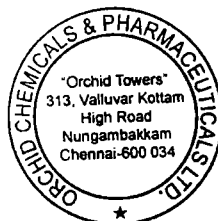
	No. of Shares	No. of Members
Total Votes Cast	44602861	132
Less: Invalid votes	479	2
Net Valid votes cast	44602382	130
Votes cast in favour	34601477	112
Votes Cast against	10000905	18

**% of total valid votes cast in favour of the resolution: 77.57**

**% of total valid votes cast against the resolution: 22.43**

Place : Chennai

Date : September 16, 2015



K Raghavendra Rao  
Managing Director